

L990000001582



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 175564 3487A

AUTHORIZATION :

Patricia Pujat

COST LIMIT : \$ 337.50

ORDER DATE : March 19, 1999

ORDER TIME : 11:47 AM

ORDER NO. : 175564-005

CUSTOMER NO: 3487A

CUSTOMER: Ms. Kristen Gaines
ICARD MERRILL CULLIS TIMM
ICARD MERRILL CULLIS TIMM
2033 Main Street, Suite 600
P. O. Drawer 4195
Sarasota, FL 34237

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DIVISION OF CORPORATIONS
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DOMESTIC FILING

NAME: SUROCO INVESTMENTS, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria Stephens

EXAMINER'S INITIALS: _____

L99-1582

Name	<i>[Signature]</i>
Available	<i>[Signature]</i>
Document	<i>[Signature]</i>
Examiner	<i>[Signature]</i>
Opinion	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Verifier	<i>[Signature]</i>
Acknowledgment	<i>[Signature]</i>
W. P. Verity	<i>[Signature]</i>

ARTICLES OF ORGANIZATION
OF
SUROCO INVESTMENTS, L.L.C.

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I
NAME

The name of the limited liability company shall be SUROCO INVESTMENTS, L.L.C. ("Company").

ARTICLE II
PURPOSE AND POWER

The purpose for which the Company is organized is to own, operate and manage property, real, personal and mixed, of any kind or nature, and to otherwise conduct any lawful business to promote any lawful purpose, and to engage in any lawful act or activity, for which limited liability companies may be organized under the Florida Limited Liability Company Act, including, but not limited to, the purchase, development, sale, service, lease and management of personal and real properties of all kinds and descriptions.

The Company shall have the powers provided for a limited liability company under the Florida Limited Liability Company Act, and by applicable law. All such powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of the managers of the Company.

ARTICLE III
ADDRESS

The mailing address and street address of the principal office of the Company shall be 1763 Apex Road, Sarasota, Florida 34240.

ARTICLE IV
DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual,

unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's Operating Regulations.

ARTICLE V INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial registered agent of the Company in the State of Florida is:

Bruce P. Chapnick
2033 Main Street, Suite 600
Sarasota, Florida 34237

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ARTICLE VI RESTRICTIONS ON MEMBERSHIP

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions, including the contribution to capital, as shall be determined by all the members as of the time of such admission. A member may transfer a member's interest in the Company only in the manner set forth in the Operating Regulations of the Company but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of an interest, approve the proposed transfer by unanimous written consent in accordance with the Company's Operating Regulations.

ARTICLE VII TERMINATION OF EXISTENCE AND MEMBERS' RIGHTS TO CONTINUE BUSINESS

The Company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.

ARTICLE VIII
MANAGEMENT

The Company shall be managed by a manager in accordance with the Company's Operating Regulations adopted by the members for the management of the business and affairs of the Company. These Operating Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager(s) of the Company is/are:

<u>NAME</u>	<u>ADDRESS</u>
Stephen F. Sutter	1763 Apex Road Sarasota, Florida 34240
Melinda D. Sutter	1763 Apex Road Sarasota, Florida 34240

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ARTICLE IX
OPERATING REGULATIONS

The Operating Regulations entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, the Operating Regulations of the Company, as amended and in existence from time to time.

ARTICLE X
AMENDMENT

The Articles of Organization may be amended from time to time by unanimous vote of the members of the Company.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Sarasota, Florida as of March 11, 1999.


Stephen F. Sutter, Organizer

CERTIFICATE OF DESIGNATION OF BRUCE P. CHAPNICK REGISTERED AGENT/REGISTERED OFFICE

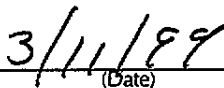
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY DESCRIBED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Suroco Investments, L.L.C.
2. The name and address of the registered agent and office is:

Bruce P. Chapnick
2033 Main Street, Suite 600
Sarasota, Florida 34237

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance as registered agent.


(Signature)


(Date)


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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Suroco Investments, L.L.C., deposes and says:

1. The above named limited liability company has at least one (1) member.
2. The total amount of cash contributed by the member(s) is \$ 90,000.00.
3. If any, the agreed value of property other than cash contributed by member(s) is \$ - 0 -. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$ 90,000.00. This total includes the amounts from items 2 and 3 above.

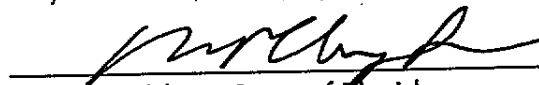
In accordance with Section 608.408(3), F.S., the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Stephen F. Sutter, Affiant
Dated: March 11, 1999

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STATE OF FLORIDA
COUNTY OF SARASOTA

Sworn to (or affirmed) before me this 11th day of March, 1999, by Stephen F. Sutter.


Notary Public - State of Florida
Bruce P. Chapnick
MY COMMISSION # CC786789 EXPIRES
October 29, 2002
BONDED BY TROY FAIR INSURANCE, INC.
Print, Type or Stamp
Commissioned Name of Notary Public

☒ Personally Known OR ☐ Produced Identification
Type of Identification Produced _____